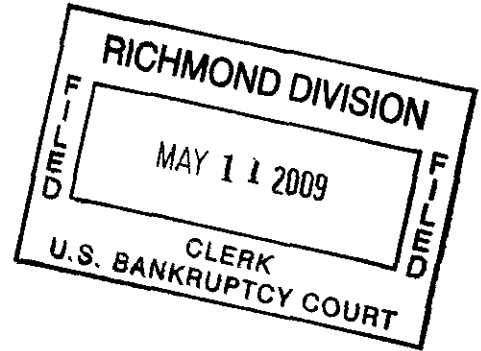


ORIGINAL

BRAD D. KRASNOFF (CA State Bar No.125065)
krasnoff@lbbslaw.com
SCOTT LEE (CA State Bar No. 204564)
slee@lbbslaw.com
LEWIS BRISBOIS BISGAARD & SMITH LLP
221 N. Figueroa Street, Suite 1200
Los Angeles, California 90012-2601
Telephone: (213) 250-1800
Facsimile: (213) 250-7900

Attorneys for Creditor Apex Digital, Inc.



IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - x
In re :
: Chapter 11
CIRCUIT CITY STORES, INC., et :
al., : Case No. 08-35653-KRH
: Debtors. : Jointly Administered
: - - - - - x

REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE

Apex Digital, Inc. ("Apex"), a creditor in this Chapter 11 case, by and through its counsel, hereby submits the Request for Payment of Administrative Expense ("Request") against Circuit City Stores, Inc., et al. (collectively, "Debtors").

The Request is based upon unpaid invoices for certain goods (collectively, "Shipments") totaling \$1,112,205.50 which were shipped to the Debtors after November 10, 2008 ("Petition Date"). True and correct copies of (a) invoices, (b) purchase orders, (c) bills of lading and (d) freight claim exception notifications evidencing the foregoing Shipments to the Debtors

after the Petition Date are collectively attached hereto as Exhibit "A".

The Debtors were and/or are in possession of the Shipments and have not made any postpetition payments to Apex. The postpetition payments due on the Shipments from the Petition Date to and including January 15, 2009, total \$1,112,205.50, and are broken down as follows:

Date	Invoice No.	Bill of Lading No./Purchase Order No.	Amount Shipped
01/08/09	175241	2246691	\$1,117,972.80
01/15/09	175282	2246691	(\$5,767.32)
TOTAL			\$1,112,205.50
TOTAL CLAIM			\$1,112,205.50

Copies of additional documents are available upon request.

Based on the foregoing, Apex seeks payment for the above balance due as an administrative claim under 11 U.S.C. §503(b)(1)(A) and other applicable bankruptcy law.

Apex reserves the right to amend the Request to include its attorneys' fees and such potential additional charges regarding the Shipments, if any, as they become due.

/s/ Brad D. Krasnoff
BRAD D. KRASNOFF (CA State Bar No.125065)
krasnoff@lbbslaw.com
SCOTT LEE (CA State Bar No. 204564)
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Los Angeles, California 90012-2601
Telephone: (213) 250-1800
Facsimile: (213) 250-7900

Attorneys for Creditor Apex Digital, Inc.



DIGITAL

simply remarkable™

APEX DIGITAL, INC.
301 Brea Canyon Road
Walnut CA 91789
United States

BILL TO:

Attn: Accounts Payable
Circuit City Stores Inc
9954 Mayland Dr
RICHMOND VA 23233-1464
United States

SHIP TO:

Circuit City Stores Inc
Circuit City Dist. Ctr #717
501 S. Cheryl Lane
Mike MacDowell - 909 594-3684
WALNUT CA 91789
United States

Invoice

INVOICE NO

175241

CUSTOMER NO

CIC101

REF NO

PAGE

1 of 1

INVOICE DATE		SHIP VIA		TERMS		
08-JAN-09				NET 15		
PURCHASE ORDER NUMBER		ORDER DATE		SALESPERSON		
2246691		08-JAN-09		House Account		
				SALES ORDER NUMBER		
				20732		
ITEM NO.	QUANTITY			TAX	UNIT PRICE	AMOUNT
	REQUIRE	SHIP	B.O.			
1	30240	30240			36.97	1,117,972.80

1) Return Merchandise Authorization will only be issued for defective products within one (1) year from the date of invoice.

2) A 1.5% monthly finance charge will be assessed on any past due balance.

SPECIAL INSTRUCTIONS	SUBTOTAL	TAX	SHIPPING / HANDLING	TOTAL
	1,117,972.80	0.00	0.00	1,117,972.80
				Currency: USD

Header Information



Invoice

Invoice Date: 2009-01-08 CCYY-MM-DD Total Invoice Amount: 1,117,972.80
 Invoice Number: 175241
 Purchase Order Number: 2246691
 Vendor Number: 071149

Ship To

Name: Circuit City Stores, Inc.
 CCS Distribution Code: 0717

Terms

Terms Type Code: 01 - Basic Terms Discount Days Due:
 Terms Discount Code: 3 - Invoice Date Terms Net Due Date: 2009-01-23 CCYY-MM-DD
 Terms Discount Percent: Terms Net Days: 15
 Terms Discount Due Date: CCYY-MM-DD Terms Discount Amount:
 Description:

Line

Qty	CCS Model Number	Quantity Invoiced	Unit of Measure	Unit Price
1	DT502	30239	EA - Each	36.97
2	DT502	1	EA - Each	36.97

Summary Information



Invoice

Invoice Date: 2009-01-08 CCYY-MM-DD Total Invoice Amount: 1,117,972.80
Invoice Number: 175241
Purchase Order Number: 2246691
Vendor Number: 071149

Carrier Detail Information

SCAC Code	Carrier	Bill of Lading Number
	TOPLAND TRUCKING	CICI01-20732A, B, C

Header Information

SO# 20732



Purchase Order

Purchase Order Information

Original
Purchase Order Type Stand-alone Order
Purchase Order Number 2246891
Purchase Order Date 20090105
Vendor Number 071149
Message Text

Circuit City Contact Name

Information Contact Name 9778 Shannon Perry

F.O.B. Related Instructions

Prepaid Destination(Shipping)

Ship To Party

CCS Distribution Id Code 0717

Terms of Sale

Terms Type Basic
Terms Basis Date Invoice Date
Terms Discount Percent
Terms Discount Days Due
Terms Net Days 15
Description

Date Reference

Delivery Requested 20090108
Requested Ship
Do Not Ship Before
Do Not Ship After
Do Not Deliver After 20090109
Do Not Deliver Before 20090107
Do Not Tender Before
Do Not Tender After

For Direct Import Orders Only

CIRCUIT CITY

Name of City or Port



Purchase Order

SO# 20732

Baseline Item Data

Line #	Model	Unit of Measurement	Quantity	Unit Price
1	DT502	Each	99999	36.97
2	DT502	Each	801	36.97

Date: 1/8/2009		Page _____	
SHIP FROM Name: Apex Digital Inc Address: 20885 Currier Rd City/State/Zip: Walnut CA 91789 SID#: _____ FOB: <input type="checkbox"/>		Bill of Lading Number: CICI01-20732A BAR CODE SPACE	
SHIP TO Name: Circuit City-Whse 717 Address: 501 S. Cheryl Ln. City/State/Zip: Walnut, CA 91789 CID#: Ph# 909-594-3684 FOB: <input type="checkbox"/>		Carrier Name: Topland Trucking Trailer number: 55923 Seal number: 87071 SCAC: Container No.: MSK48701445	
THIRD PARTY FREIGHT CHARGES BILL TO: Name: Apex Digital Inc Address: 301 Brea Canyon Road City/State/Zip: Walnut CA 91789		Reservation: Freight Charge Terms: (freight charges are prepaid unless marked otherwise) Prepaid <input type="checkbox"/> Collect <input type="checkbox"/> 3rd Party <input checked="" type="checkbox"/> <input type="checkbox"/> Master Bill of Lading: with attached underlying Bills of Lading	
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		PALLET/SLIP (CIRCLE ONE) (Y) N Y N Y N	ADDITIONAL SHIPPER INFO
CARRIER INFORMATION			
HANDLING UNIT QTY TYPE 40 Pk 0 Pk 40		PACKAGE QTY Item E 10080 DT502 0 10080	WEIGHT 30240 0 30240 GRAND TOTAL \$
H.M. (X)		COMMODITY DESCRIPTION Converter box DT502 Total weight 32920 LBS **40 pallets each contains 252 units 0	
		LTL ONLY NMFC # CLASS	
Where the rate is dependant on value, shippers are required to state specifically in writing the agreed or declared value of the property as follows: The agreed or declared value of the property is specifically stated by the shipper to be not exceeding Shipper responsible for all sorting & segregating charges per _____		COD Amount: \$ _____ Fee Terms: Collect <input type="checkbox"/> Prepaid <input type="checkbox"/> Customer check acceptable: <input type="checkbox"/>	
NOTE: Liability Limitation for loss or damage in this shipment may be applicable. See 49 U.S.C. § 14706(c)(1)(A) and (B). RECEIVED, subject to individually determined rates or contracts that have been agreed upon in writing between the carrier and shipper, if applicable, otherwise to the rates, classifications and rules that have been established by the carrier and are available to the shipper, on request, and to all applicable state and federal regulations.			
SHIPPER SIGNATURE / DATE This is to certify that the above named materials are properly classified, described, packaged, marked and labeled, and are in proper condition for transportation according to the applicable regulations of the U.S. DOT. [Signature] 1/8/09		Trailer Loaded: <input type="checkbox"/> By Shipper <input type="checkbox"/> By Driver	Freight Counted: <input type="checkbox"/> By Shipper <input type="checkbox"/> By Driver/pallets said to contain <input type="checkbox"/> By Driver/Pieces
		CARRIER SIGNATURE / PICKUP DATE Carrier acknowledges receipt of packages and required placards. Carrier certifies emergency response information was made available and/or carrier has the U.S. DOT emergency response guidebook or equivalent documentation in the vehicle. Properly classified above is received in good order, except as noted. [Signature] D/L: 09913923	

JIEQUING WANG
(Driver)

JAN-08-2009 17:34

TOPLAND

562 695 7810 P.001

Date: 1/8/2009		Page: _____																																											
SHIP FROM		SHIP TO																																											
Name: Apex Digital Inc Address: 20885 Currier Rd City/State/Zip: Walnut CA 91789 SID#: _____ FOB: <input type="checkbox"/>		Bill of Lading Number: CICI01-20732A BAR CODE SPACE																																											
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Date: 1/8/2009		Page _____																																																													
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		CARRIER SIGNATURE / PICKUP DATE JIEQUING WANG D/L: D9913923																																																													

DATE 1/14/09
TIME 22:30:05

CIRCUIT CITY STORES
RTV SHIPMENT UPDATE
A/P COPY

PAGE 1
RTV150R2-2

RTV NO: 71700175
SHIPR#'S: 71700175

AUTH NO: 5029390

SHIP FROM: 717 IMPORT DISTRIBUTION 501 S CHERYL LANE

SHIP TO: APEX DIGITAL INC VENDOR#: 071149
301 BREA CANYON RD.

attn: WALNUT CA 91789

CLS BRD	MODEL	SHIP QTY	A/P COST	EXTENDED A/P COST
115	APX DT502	156	36.97	5,767.32

** TOTAL ** 156 5,767.32

IF THERE IS A DISCREPANCY BETWEEN THIS RTV AND YOUR CREDIT MEMO, WE MUST
BE NOTIFIED WITHIN 30 DAYS DETAILING THE DISCREPANCY, OR WE WILL CONSIDER
THE MATTER CLOSED AND REMOVED FROM OUR STATEMENT.

03/09/2016 21:25 FAX

001

FREIGHT CLAIM EXCEPTION NOTIFICATION

Date:

January 09, 2009

Filed For Loc:

717

Shipper:

APEX DIGITAL INC

Address:

City/State:

Delivery Date:

JANUARY 08, 2009

Key From:

DRR

LOC

717

Freight Terms:

Load:

Carrier Name:

Transmittal #:

LTL Pro Number:

☒ Pre-Paid

☐ LTL

☒ FTL

☐ International/DI

TOPLAND TRUCKING

KEY-REC # 62294

FIL Bill of Lading #: C1C101-20732A

FTL Seal Number: 87071

Seal Status: INTACT

CONT. # MSKU 8701445

☐ Box-Lost

☐ Box Damage

☐ Mis-Deliv

☐ No Proof Of Deliv

Order Number:

Date Shipped:

Rec Store:

Value:

Description		Discrepant for Shortages		Discrepant for Damages		Description of Damage	International only Country of Origin Marking Issue	Total Qty Key Out Corp. Use Only
PO Number	Brand	Model	Pieces Short	Pieces Over	Pieces Refused	Pieces Received Damaged		

2246691 APX DT502

35

BOXES STABBED
AND CRUSHED
WHEN LOADED

Return completed form via E-Mail or FAX to Geneva, Fax # 866 514-6530

To be completed by Corporate Transportation:

Date claim received:

Date claim filed:

Claim Number:

Code Key

Distribution Center, SVC, Store, etc. Fill in the following:
Date, Claim Filed for Loc, Shipper, Del Date,
Product to be keyed from DRR/LOC, Freight Terms, Load,
PO#, Key Rec/Transmittal #, and Carrier Name.

Below section to be completed by Corporate Inventory Control:

Date Keyed:

Keyed By:

Questions on Freight Claims, call Geneva at Corporate Ext 63728

Questions regarding keyrec adjustments, inventory issues Refer to Accounting at Ext. 3295

Music Location 899 fill in the following:

Tracking #, Box Lost, Box Damage, Mis Delivery, No
Proof of Deliver, Order #, Transmittal #, Date Shipped,
Receiving Store #, and Value

03/09/2016 21:29 FAX

001

FREIGHT CLAIM EXCEPTION NOTIFICATION

Date: January 09, 2009
 Filed For Loc: 717
 Shipper: APERX DIGITAL INC
 Address:
 City/State:
 Delivery Date: JANUARY 08, 2009
 Key From: DRR
 LOC: 717

Freight Terms:
 Load:
 Carrier Name:
 Transmittal #:
 LTL Pro Number:

☒ Pre-Paid
☐ LTL
☐ Collect
☒ FTL
☐ International/DI

TOPLAND TRUCKING
KEY-REC# 62293

FTL Bill of Lading #: C1C101-20732B
 FTL Seal Number: S7079
 Seal Status: INTACT

☐ Box-Lost
☐ Box Damage
☐ Mis-Deliv
☐ No Proof Of Deliv

Order Number: _____
 Rec Store: _____
 Date Shipped: _____
 Value: _____

Description		Discrepant for Shortages		Discrepant for Damages		Description of Damage	International only Country of Origin Marking Issue	Total Qty Key Out Corp. Use Only
PO Number	Brand	Model	Pieces Short	Pieces Over	Pieces Refused	Pieces Received Damaged		

2246691 APX DT502
43
CARTONS STABBED AND CRUSHED WHEN LOADED

Return completed form via E-Mail or FAX to Geneva, Fax # 866 514-6530
 To be completed by Corporate Transportation:

Date claim received: _____
 Date claim filed: _____
 Claim Number: _____

Below section to be completed by Corporate Inventory Control:

Date Keyed: _____
 Keyed By: _____
 Questions on Freight Claims, call Geneva at Corporate Ext 63728
 Questions regarding keyrec adjustments, inventory issues Refer to Accounting at Ext. 3295

Code Key
 Distribution Center, SVC, Store, etc. Fill in the following
 Date, Claim Filed for Loc, Shipper, Del Date,
 Product to be keyed from DRR/LOC, Freight Terms, Load,
 PO#, Key Rec/Transmittal #, and Carrier Name.
 Music Location 899 fill in the following:
 Tracking #, Box Lost, Box Damage, Mis Delivery, No
 Proof of Deliver, Order #, Transmittal #, Date Shipped,
 Receiving Store #, and Value

03/08/2018 21:19 FAX

Document Page 20 of 22

001

FREIGHT CLAIM EXCEPTION NOTIFICATION

Date: January 09, 2009

Filed For Loc: 717

Shipper: APEX DIGITAL INC

Address:

City/State:

Delivery Date: JANUARY 08, 2009

Key From: DRR

LOC

Freight Terms:

Load:

Carrier Name:

Transmittal #:

LTL Pro Number:

FTL Bill of Lading #:

FTL Seal Number:

Seal Status:

Order Number:

Rec Store:

☒ Pre-Paid☐ LTL

TOPLAND TRUCKING

KEY-RPC # 62295

CIC101-20732C

87100 TRUR# 31941

INTACT

☐ Box-Lost☐ Box Damage☐ Mis-Deliv☐ No Proof Of Deliv

Date Shipped:

Value:

Description		Discrepant for Shortages		Discrepant for Damages		Description of Damage	International only Country of Origin Marking Issue	Total Qty Key Out Corp. Use Only
PO Number	Brand	Model	Pieces Short	Pieces Over	Pieces Refused	Pieces Received Damaged		

224-6691 APX DT50Z

CARTONS STRAPPED
AND CLASPED
WHEN LOADED

78

Return completed form via E-Mail or FAX to Geneva, Fax # 866 514-6530

To be completed by Corporate Transportation:

Date claim received:

Date claim filed:

Claim Number:

Code Key

Distribution Center, SVC, Store, etc. Fill in the following

Date, Claim Filed for Loc, Shipper, Del Date,

Product to be keyed from DRR/LOC, Freight Terms, Load,

PO#, Key Rec/Transmittal #, and Carrier Name.

Below section to be completed by Corporate Inventory Control:

Date Keyed:

Keyed By:

Questions on Freight Claims, call Geneva at Corporate Ext 63728

Questions regarding keyrec adjustments, inventory issues Refer to Accounting at Ext 3295

Music Location 899 fill in the following:

Tracking #, Box Lost, Box Damage, Mis Delivery, No

Proof of Deliver, Order #, Transmittal #, Date Shipped,

Receiving Store #, and Value

CERTIFICATE OF SERVICE

I hereby certify that, on May 6, 2009, a copy of the foregoing **REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE** was served on the following person(s) and/or entity(ies) at the last known address(es) in this bankruptcy case by placing it in a sealed envelope in the United States Mail, first class, postage prepaid addressed as follows. Service information is continued on the attached page.

/s/ Brad D. Krasnoff

SERVICE LIST

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Claims Processing Dept.
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